

ORIGINAL

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

R.S. BASSMAN, Derivatively on Behalf of FREDDIE  
MAC a/k/a Federal Home Loan Mortgage Corporation  
and its shareholders,

Plaintiff,

v.

RICHARD F. SYRON, PATRICIA L. COOK,  
ANTHONY S. PISZEL, EUGENE M. McQUADE,  
RICHARD KARL GOELTZ, STEPHEN A. ROSS,  
SHAUN F. O'MALLEY, ROBERT R. GLAUBER,  
BARBARA T. ALEXANDER, WILLIAM M.  
LEWIS, JR., JEFFREY M. PEEK, GEOFFREY T.  
BOISI, RONALD F. POE, WASHINGTON  
MUTUAL, INC., PRICEWATERHOUSECOOPERS,  
LLP, KERRY K. KILLINGER, ANTHONY R.  
MERLO, JR., FIRST AMERICAN CORPORATION,  
FIRST AMERICAN EAPPRAISEIT,  
COUNTRYWIDE FINANCIAL CORPORATION,  
COUNTRYWIDE HOME EQUITY LOAN TRUST,  
COUNTRY-WIDE BANK, FSB, COUNTRYWIDE  
HOME LOANS, INC., LANDSAFE, INC., and  
ANGELO R. MOZILO

Defendants,

and

FREDDIE MAC a/k/a Federal Home Loan Mortgage  
Corporation,

Nominal Defendant.

ECF CASE

08-CV-02423 (BSJ) (JCF)

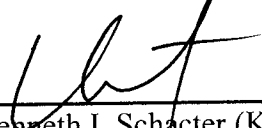
**NOTICE OF ASSENTED-TO  
MOTION FOR ADMISSION *PRO  
HAC VICE***

PLEASE TAKE NOTICE that upon the Affidavit of Kenneth I. Schacter, submitted herewith, the undersigned respectfully moves this Court for an Order pursuant to Rule 1.3(c) of the Local Rules of this Court, admitting Jordan D. Hershman and Jason D. Frank *pro hac vice* to the Bar of this Court for the purpose of representing Nominal Defendant Federal Home Loan Mortgage Corporation ("Freddie Mac") in the above-captioned proceeding. The plaintiff has

assented to the relief requested in this motion.

Dated: New York, New York  
August 4, 2008

**BINGHAM McCUTCHEN LLP**

By:   
Kenneth I. Schacter (KS4209)

399 Park Avenue  
New York, NY 10022-4689  
Tel: (212) 705-7000  
Fax: (212) 752-5378  
kenneth.schacter@bingham.com

*Attorneys for Nominal Defendant Federal  
Home Loan Mortgage Corporation*

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ECF CASE

08-CV-02423 (BSJ) (JCF)

**AFFIDAVIT OF KENNETH I.  
SCHACTER IN SUPPORT OF  
ASSENTED-TO MOTION FOR  
ADMISSION *PRO HAC VICE***

STATE OF NEW YORK )  
 ) SS.  
COUNTY OF NEW YORK )

KENNETH I. SCHACTER being duly sworn, deposes and says:

1. I am a member of the firm of Bingham McCutchen LLP, attorneys for  
Nominal Defendant Federal Home Loan Mortgage Corporation ("Freddie Mac") in the above-

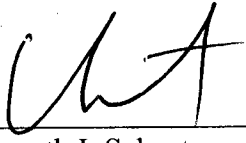
captioned proceeding and a member in good standing of the Bar of this Court since 1981. I submit this Affidavit In Support of the Motion, pursuant to Rule 1.3(c) of the Local Rules of this Court, for admission of Jordan D. Hershman and Jason D. Frank to the Bar of this Court *pro hac vice*.

2. Jordan D. Hershman is a member of the firm Bingham McCutchen LLP. He is a member in good standing of the Bar of the Commonwealth of Massachusetts. Attached hereto as Exhibit A is a Certificate from the Supreme Judicial Court of the Commonwealth of Massachusetts stating that Mr. Hershman is a member in good standing of the Bar of the Commonwealth of Massachusetts. Mr. Hershman is familiar with the Federal Rules of Civil Procedure, the Federal Rules of Evidence and the Rules of this Court.

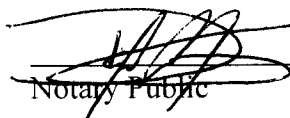
3. Mr. Frank is a member of the firm Bingham McCutchen LLP. He is a member in good standing of the Bar of the Commonwealth of Massachusetts. Attached hereto as Exhibit B is a Certificate from the Supreme Judicial Court of the Commonwealth of Massachusetts stating that Mr. Frank is a member in good standing of the Bar of the Commonwealth of Massachusetts. Mr. Frank is familiar with the Federal Rules of Civil Procedure, the Federal Rules of Evidence and the Rules of this Court.

4. Plaintiff has assented to this motion.

5. Accordingly, I respectfully request that Messrs Hershman and Frank be admitted to the Bar of this Court *pro hac vice* for the purposes of representing Nominal Defendant Freddie Mac in the above-captioned proceeding.

  
Kenneth I. Schacter

Sworn to before me this 17<sup>th</sup> day  
of August, 2008

  
Notary Public

DAVID MARCUS  
Notary Public, State of New York  
No. 4873948  
Qualified in New York County  
Commission Expires Oct. 20, 2010

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ECF CASE

08-CV-02423 (BSJ) (JCF)

**AFFIDAVIT OF JORDAN D.  
HERSHMAN IN SUPPORT OF  
MOTION FOR ADMISSION *PRO  
HAC VICE***

COMMONWEALTH OF MASSACHUSETTS). ss:

JORDAN D. HERSHMAN, being duly sworn, deposes and says:

1. I am counsel with the law firm of Bingham McCutchen LLP, One Federal Street, Boston, Massachusetts 02110. I submit this affidavit in support of my admission *pro hac vice* for the purpose of participating in this action on behalf of Nominal Defendant, Federal Home Loan Mortgage Corporation ("Freddie Mac").

2. I received my Juris Doctor degree from The George Washington University Law

School in 1986.

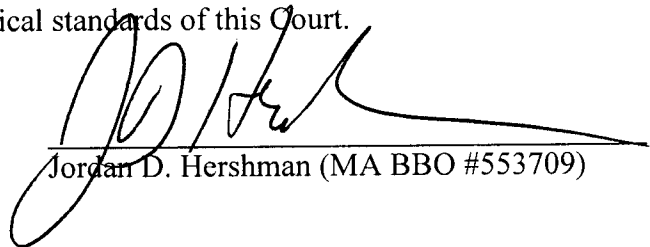
3. I am an active member, in good standing, of the bars of the Commonwealth of Massachusetts (admitted on January 1, 1986) and the State of New York (admitted on January 1, 1988). Attached hereto are certificates of good standing from Massachusetts, dated July 21, 2008, and New York, dated July 23, 2008. I am also admitted to practice before the United States District Court for the District of Massachusetts, the United States Court of Appeals for the First Circuit, the United States Court of Appeals for the Second Circuit, and the United States Court of Appeals for the Ninth Circuit.

4. I previously have been admitted to practice *pro hac vice* before courts in the State of New York and elsewhere.

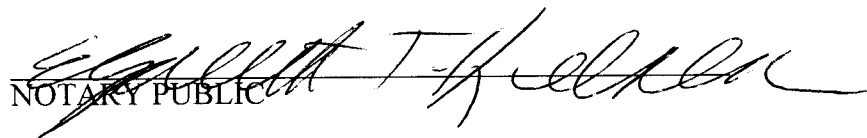
5. I will participate in this litigation on behalf of Nominal Defendant, Freddie Mac with Jason D. Frank, another partner in the Boston office of Bingham McCutchen, who is also filing a for admission *pro hac vice*, and Kenneth Schacter, a partner with the New York office of Bingham McCutchen, who is authorized to practice in the State of New York and in this Court.

6. I do not currently have, nor have I ever had, any grievances pending against me related to my practice of law, nor have I ever been reprimanded, suspended, or disbarred from the practice of law. I have never resigned from the practice of law.

7. I will adhere to all rules and ethical standards of this Court.

  
Jordan D. Hershman (MA BBO #553709)

Sworn to before me this 29th day of July, 2008 in the Commonwealth of Massachusetts.

  
NOTARY PUBLIC

My commission expires \_\_\_\_\_ ELIZABETH T. KELSEN, NOTARY PUBLIC  
MY COMMISSION EXPIRES SEPTEMBER 26, 2008

**Appellate Division of the Supreme Court  
of the State of New York  
First Judicial Department**

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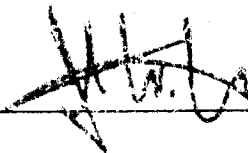
I, John M. McConnell, Clerk of the Appellate Division of the Supreme Court of the State of New York, First Judicial Department, certify that

**JORDAN D. HERSHMAN**

was duly licensed and admitted to practice as an Attorney and Counsellor at Law in all the courts of the State of New York on the 13<sup>th</sup> day of June, 1988 has duly taken and subscribed the oath of office prescribed by law, has been enrolled in the Roll of Attorneys and Counsellors at Law on file in my office, has duly registered with the administrative office of the courts, and according to the records of this court is in good standing as an attorney and counsellor at law.

In Witness Whereof, I have hereunto set my hand and affixed the seal of this court on

July 23, 2008



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Clerk of the Court



## COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

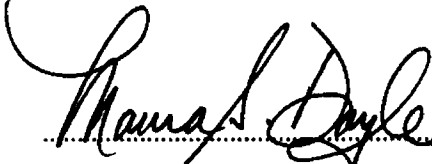
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **twenty-second** day of **March** A.D. **1989**, said Court being the highest Court of Record in said Commonwealth:

**Jordan D. Hershman**

being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court\*.

In testimony whereof, I have hereunto set my hand and affixed the seal of said Court, this **twenty-first** day of **July** in the year of our Lord **two thousand and eight**.



  
MAURA S. DOYLE, Clerk

\* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

**UNITED STATES DISTRICT COURT  
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Defendants,

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Nominal Defendant.

ECF CASE

08-CV-02423 (BSJ) (JCF)

**AFFIDAVIT OF JASON D.  
FRANK IN SUPPORT OF  
MOTION FOR ADMISSION *PRO  
HAC VICE***

COMMONWEALTH OF MASSACHUSETTS). ss:

JASON D. FRANK, being duly sworn, deposes and says:

1. I am counsel with the law firm of Bingham McCutchen LLP, One Federal Street, Boston, Massachusetts 02110. I submit this affidavit in support of my admission *pro hac vice* for the purpose of participating in this action on behalf of Nominal Defendant, Federal Home Loan Mortgage Corporation ("Freddie Mac").

2. I received my Juris Doctor degree from The University of Chicago Law School in

1996.

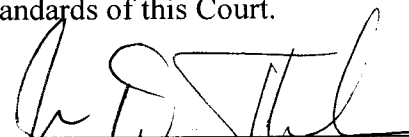
3. I am an active member, in good standing, of the bar of the Commonwealth of Massachusetts (admitted on December 18, 1996). Attached hereto is a certificate of good standing from Massachusetts, dated July 21, 2008. I am also admitted to practice before the United States District Court for the District of Massachusetts, the United States Court of Appeals for the First Circuit, the United States Court of Appeals for the Second Circuit, and the United States Court of Appeals for the Ninth Circuit.

4. I previously have been admitted to practice *pro hac vice* before courts in the State of New York and elsewhere.

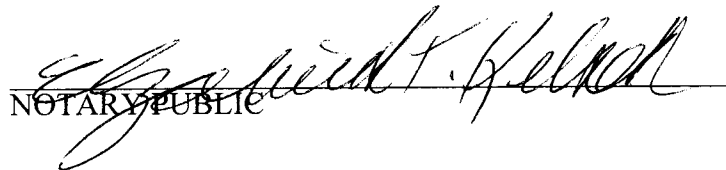
5. I will participate in this litigation on behalf of Nominal Defendant, Freddie Mac with Jordan D. Hershman, another partner in the Boston office of Bingham McCutchen, who is also filing a for admission *pro hac vice*, and Kenneth Schacter, a partner with the New York office of Bingham McCutchen, who is authorized to practice in the State of New York and in this Court.

6. I do not currently have, nor have I ever had, any grievances pending against me related to my practice of law, nor have I ever been reprimanded, suspended, or disbarred from the practice of law. I have never resigned from the practice of law.

7. I will adhere to all rules and ethical standards of this Court.

  
Jason D. Frank (MA BBO #634985)

Sworn to before me this 27<sup>th</sup> day of July, 2008 in the Commonwealth of Massachusetts.

  
NOTARY PUBLIC

My commission expires ELIZABETH T. KELSEN, NOTARY PUBLIC  
MY COMMISSION EXPIRES SEPTEMBER 26, 2008

## COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston within and for said County of Suffolk, on the **eighteenth** day of **December** A.D. **1996**, said Court being the highest Court of Record in said Commonwealth:

**Jason D. Frank**

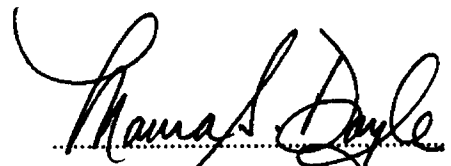
being found duly qualified in that behalf, and having taken and subscribed the oaths required by law, was admitted to practice as an Attorney, and, by virtue thereof, as a Counsellor at Law, in any of the Courts of the said Commonwealth: that said Attorney is at present a member of the Bar, and is in good standing according to the records of this Court\*.

In testimony whereof, I have hereunto set my hand and affixed the

seal of said Court, this **twenty-first** day of **July**

in the year of our Lord **two thousand and eight**.



  
MAURA S. DOYLE, Clerk

\* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.

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SOUTHERN DISTRICT OF NEW YORK**

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Defendants,

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Corporation,

Nominal Defendant.

ECF CASE

08-CV-02423 (BSJ) (JCF)

**[PROPOSED] ORDER  
ADMITTING COUNSEL *PRO*  
*HAC VICE***

Upon consideration of the Assented-To Notice of Motion for Admission *Pro Hac Vice* dated August 4, 2008 and the accompanying Affidavit of Kenneth I. Schacter, Esq., sworn to on August 4, 2008, it is hereby:

**ORDERED** that pursuant to Local Civil Rule 1.3(c) of the Local Rules of this Court, Jordan D. Hershman and Jason D. Frank are hereby admitted *pro hac vice* to the Bar of this

Court for the purpose of representing Nominal Defendant Federal Home Loan Mortgage Corporation ("Freddie Mac") in the above-captioned proceedings.

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James C. Francis  
United States Magistrate Judge

Dated: New York, New York  
August \_\_\_\_, 2008

**CERTIFICATE OF SERVICE**

David Marcus, an attorney admitted to practice law before this Court, hereby certifies under penalty of perjury that on August 4, 2008, I caused the annexed Notice of Assented-To Motion for Pro Hac Vice Admission to be served by First Class Mail on the following:

Patrick J. Smith  
Thacher Proffitt and Wood LLP  
Two World Financial Center  
New York, NY 10281

Jeffrey A. Simes  
Goodwin Procter, LLP  
The New York Times Building  
620 Eighth Avenue  
New York, NY 10018-1405

Daniel P. Chiplock  
Lieff, Cabraser, Heimann & Bernstein, LLP  
780 Third Avenue, 48th Floor  
New York, NY 10017

David Wallace Stanely  
Cuneo, Waldman & Gilbert, L.L.P.  
507 C Street, NE  
Washington, DC 20002

Richard David Greenfield  
Greenfield & Goldman, LLC  
780 Third Avenue  
New York, NY 10017

Robert J. Cynkar  
Shaw, Pittman, Potts & Towbridge  
2300 N Street, N.W.  
Washington, DC 20002

Barry Robert Ostrager  
Simpson Thacher & Baqrtlett LLP  
425 Lexington Avenue  
New York, NY 10017

Diana L. Weiss  
Orrick, Herrington & Sutcliffe, LLP  
Columbia Center  
1152 15th Street, N.W.  
Washington, DC 20005-1706

Dated: New York, New York  
August 5, 2008



David Marcus